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*Special Counsel to the Initial Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

)	
In re:)	Chapter 11
)	
CELSIUS NETWORK LLC, <i>et al.</i> , ¹)	Case No. 22-10964 (MG)
)	
Debtors.)	(Jointly Administered)
)	

**FIFTH SUPPLEMENTAL DECLARATION
OF JOHN J. SIKORA IN SUPPORT OF DEBTORS' APPLICATION FOR
AUTHORITY TO RETAIN AND EMPLOY LATHAM & WATKINS LLP AS
SPECIAL COUNSEL TO THE DEBTORS EFFECTIVE AS OF THE PETITION DATE**

I, John J. Sikora, declare as follows:

1. I am a partner in the law firm of Latham & Watkins LLP ("L&W"), an international law firm with offices across the United States, Europe, and Asia. I am admitted in, practicing in, and a member in good standing of the state bar of Illinois, and there are no disciplinary proceedings

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); Celsius US Holding LLC (7956); GK8 Ltd. (1209); GK8 UK Limited (0893); and GK8 USA LLC (9450). The location of Debtor Celsius Network LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 50 Harrison Street, Suite 209F, Hoboken, New Jersey 07030.

pending against me. I am over the age of eighteen, am authorized to submit this Declaration, and am competent to testify on the matters contained herein.

2. I submit this fifth supplemental declaration (the “Fifth Supplemental Declaration”) in further support of the *Debtors’ Application for Authority to Retain and Employ Latham & Watkins LLP as Special Counsel to the Debtors Effective as of the Petition Date* [D.I. 363 & 1030] (the “Application”)² and to supplement the disclosures set forth in the Sikora Declaration attached as Exhibit B to the Application (the “Initial Declaration”), the first supplemental Sikora declaration filed on August 12, 2022 [D.I. 440 & 1031], the second supplemental Sikora declaration filed on August 31, 2022 [D.I. 647], the third supplemental Sikora declaration filed on December 15, 2022 [D.I. 1711], and the fourth supplemental Sikora declaration filed on January 25, 2023 [D.I. 1937] (collectively, the “Prior Declarations”).

3. All facts set forth in this Fifth Supplemental Declaration are based upon my personal knowledge, information supplied to me by other L&W professionals or paraprofessionals, or learned from my review of relevant documents. To the extent any information disclosed herein requires amendment or modification as additional information becomes available to L&W, an additional supplemental declaration will be submitted to this Court reflecting such amended or modified information.

4. Since the Application was filed, L&W has continued to review its connections to parties in interest in the Chapter 11 Cases using the disclosure procedures described in paragraphs 11 and 12 of the Initial Declaration. Specifically, L&W searched its Client Database for connections to the parties listed on Appendix 1 hereto (collectively, the “Supplemental Parties in Interest”). This inquiry revealed that certain of the Supplemental Parties in Interest are current or

² Capitalized terms used but not defined herein have the meanings ascribed to them in the Application.

former clients of L&W, or were clients of L&W attorneys while such attorneys were at a prior firm. Such Supplemental Parties in Interest, and their relationship to L&W, are listed on Appendix 2 to this Fifth Supplemental Declaration. Through the information generated by this computer inquiry, and through follow-up inquiries with L&W attorneys as necessary, it was determined that the representation of the parties in interest disclosed on Appendix 2 hereto concerned matters in which such clients were not adverse to the Debtors or the Debtors' estates with respect to the L&W Services.

5. Based on the information available to me, I believe that L&W: (a) has no connection to the Debtors, their creditors, or their related parties except as may be disclosed herein or in the Prior Declarations, and (b) does not hold or represent any interest adverse to the interests of the Debtors or their estates with respect to the matters on which L&W is to be employed in these Chapter 11 Cases.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge, and belief.

Executed on this 19th day of May, 2023

/s/ John J. Sikora

John J. Sikora

Appendix 1

Supplemental Parties in Interest List

Appendix 1

List of Appendices

<u>Appendix</u>	<u>Category</u>
1(a)	Bankruptcy Judges & Staff
1(b)	Bankruptcy Professionals
1(c)	Insurance
1(d)	Notice of Appearance / Pro Hac Vice
1(e)	Ordinary Course Professionals
1(f)	Potential Bidding Parties & Principals
1(g)	Potential Vendors
1(h)	Retail Customers
1(i)	Taxing Authority/Governmental/Regulatory Agencies
1(j)	U.S. Trustee Office
1(k)	UCC Professionals
1(l)	Vendors

Appendix 1(a)

Bankruptcy Judges & Staff

Bentley, Philip
Bonnell, Julia
Pollan, Jennifer

Appendix 1(b)

Bankruptcy Professionals

A. M. Saccullo Legal LLC
Ernst & Young LLP
Fischer (FBC & Co.)
KE Andrews
Kroll Restructuring
Pepper Hamilton LLP

Appendix 1(c)

Insurance

Sentinel Insurance Co. Ltd.

Appendix 1(d)

Notice of Appearance / Pro Hac Vice

Breher, Joe
Brown Connery
Buchalter PC
CDP Investments Inc.
Coan Payton & Payne
Flora, Brett
Flora, Kim
Illinois, State of, Secretary
JR Law
Livingston PLLC
Lowenstein Sandler LLP
McElroy, Deutsch, Mulvaney & Carpenter LLP
Miles & Stockbridge
Orrick, Herrington & Sutcliffe LLP
Pennsylvania, Commonwealth of, Department of Revenue
Pennsylvania, Commonwealth of, Office of Attorney General
Ryals, Keith
Saul Ewing
Steadman, Courtney Burks
Texas, State of, Attorney General
Thomson, Lucy
Tornetta, Josh
Van Meyer, Nol
Wadsworth, Garber, Warner & Conrardy PC
Willis Towers Watson US LLC

Appendix 1(e)

Ordinary Course Professionals

McMillan LLP
Middlebrooks Shapiro PC
Stout Risius Ross LLC
Walker Morris LLP

Appendix 1(f)

Potential Bidding Parties & Principals

[Confidential]	Proof Group Capital Management LLC
Abbate, Michael	Prusak, Matt
Arrington Capital	[Confidential]
[Confidential]	[Confidential]
Beowulf Energy LLC	[Confidential]
[Confidential]	[Confidential]
[Confidential]	[Confidential]
Block, Joel	TeraWulf
[Confidential]	Tipton, Carl
Brown Rudnick LLP	[Confidential]
Cagney, Michael	US Bitcoin Corp.
[Confidential]	US Data Mining Group Inc.
Carlson, Tom	Valon Mortgage Inc.
[Confidential]	Van Eck Absolute Return Advisers Corp.
[Confidential]	Willkie Farr & Gallagher LLP
[Confidential]	Wyatt, Christian R.
[Confidential]	[Confidential]
[Confidential]	Zerby, Terry
Fahrenheit LLC	Zhao, Li
Figure Technologies	
[Confidential]	
[Confidential]	
Gemini Trust Co. LLC	
Genoot, Asher	
Global X Digital	
GXD Labs LLC	
[Confidential]	
Ho, Mike	
[Confidential]	
Kaza, Ravi	
Khan, Nazar	
Kokinos, Steven	
[Confidential]	
New, Jason	
[Confidential]	
[Confidential]	
Paul, Weiss, Rifkind, Wharton & Garrison LLP	
Plutus Lending LLC	
Prager, Paul	
Proman, David	

Appendix 1(g)

Potential Vendors

Figure Securities Inc.

Appendix 1(h)

Retail Customers

Adzic, Vladislav	Foo, Thomas
Alshamsi, Hamad	Fortwengler, Michael Russell
Aminsharifi, Amirhossein	Fritz, Adam David
Ander, Christian	Girei, Umar Yusuf
Anderson, Kipton Ford	Gordon, Richard
Anderson, Marcelo Tellez	Harrison, Mario
Aneychik, Vladimir	Hawkins, Stephen
ATF Hoffard Family Trust	Higbee, Aaron Dale
Balani, Umesh	HR National Pty. Ltd.
Bang, Brian	Hu, Jianwei
Barnes, Brian	J&J Hoffard Pty. Ltd.
Blair, Mark E.	Jahedmanesh, Nojan
Blemaster, Michael R.	JLS Projects LLC
Bokhour, Alfred	Johnson, Trent
Bonomi, Marco	Joscelyne, Adam
Bonvecchio, Alain	Kashner, Franklin
Boyd, Nathan	Kemenosh, John Robert
Bradian, Jeffrey J.	Kerr, Jeffrey R.
Breher, Joseph Michael	Kryskow, Adam
Buenviaje, Eduardo Sy, Jr.	Kuuse, Ivari
Cannaa, Rena	Lai, Wing Hong
Ceja, Ariel	Lam, Timothy Hiu Ki
Chan, Davis	Law Offices of Stefan Coleman PA
Chang, Wesley Geunhyuk	Lesko, Balazs
Chavous, George	Liang, Shawn
Chung, Christopher	Licari, Melissa Ann
Cioffoletti, John	Licari, Pietro Vincent
Colling, Jason	Lindahl, David Carl
Collins-Black, Jon	Lo, San
Cousyn, Nick	Malayev, Dias
Dame, Benjamin Julian	Mashburn, Scott
Daniels, Jacob	Maudlin, Christopher James
Davies, Annette Christine	McGarrah, Craig Wilson, III
Del Vecchio, Jansen P.	McNeal, Paul
Dennis, David	Miller, Daniel
Dhody, Paz Paramdeep	Mokrohond BTC LLC
Diserens, Yves Daniel	Montero, Matias Ureta
Egan, Rebecca N.	Nakaima, Ryan Yukio
Fahrney, David	Pacha, Tarek Rajab
Findlan, Thomas	Parker, Terry
Finelli, Mark	Pawlicki, Didier
Foo, Terence	Perl, Bryan

Piquero, Johnny
Prendergast, Jonathon Robert
Rawe, Calvin Spencer
Redeker, Mark
Ring, Jacob John
Rogers, William M.
Sagas, Sergi
Salazar, Mathew
Schach, Thomas
Schneider, David Arie
Scott, Matthew Evan
Shachtman, Marc
Shou, Biao
Sims, David Anthony
Singer, Brandon
Smith, Don Hosea
Smith, Hayden
Spiller, Steven Thayer
Steinborn, Shawn Steven
Storvick, Paul Daniel
Sun, Christopher Shey-Tau
Tam II Holdings LLC
Thomas, Clarence
Tran, Andy
Truss, Peter
Trussell, Heather
Van Newhyzen, Peter
Vasile, George
Vinberg, Donald Jay
Vissia, Herman
Wilcox, Austin
Worden, Clint
Yadav, Rishi Raj
Yuan, Berne Loh Tai
Zourdos, Dimitris

Appendix 1(i)

Taxing Authority/Governmental/Regulatory Agencies

United States, Government of the, Department of the Treasury

Appendix 1(j)

U.S. Trustee Office

Joseph, Nadkarni

Appendix 1(k)

UCC Professionals

Gorintzky & Co.
M3 Advisory Partners LP
Selendy Gay Elsberg PLLC

Appendix 1(l)

Vendors

Acxiom LLC	Solutions Evenements
Aguilar Castillo Love SRL	Sorainen
Allied Universal	Systems MEC LLC
American Arbitration Association	TAMID Group
Aon Consulting Inc.	Vaco LLC
Appleby (Bermuda) Ltd.	
Aquatech Solutions	
Argus Inc.	
Bernstein & Andriulli	
BGOV LLC	
Board of European Students of Technology	
Bureau Van Dijk Electronic Publishing Inc.	
Classic Exhibits Inc.	
Crypto Can Man Ltd., The	
DD Mrcourier Services	
DLA Piper	
EcoWaste	
EZ Blockchain Services	
Fragomen, Del Rey, Bernsen & Loewy, LLP	
FTI Consulting Technology LLC	
Global X Digital LLC	
Hartford, The	
iFinex Inc.	
IP House Doo	
IVXS Technology USA	
IW Group Services (UK)	
J.B. Hunt	
Jackson Square Advisors LLC	
Meltwater News US Inc.	
Menendez, Uria	
Mothership Energy Group	
New Horizon Communications	
Okta Inc.	
Optimus SBR Inc.	
Piper Alderman	
Prescient Comply LLC	
Public Access to Court Electronic Records	
RailsTech Inc.	
Regulatory DataCorp Inc.	
Salt Security Inc.	
Sarson Funds Inc.	
Saville & Co. Scrivener Notaries	

Appendix 2

Client Match List

Client Match List

Matched Entity	Relationship to Debtors	Relationship to L&W¹
Ernst & Young LLP	Bankruptcy Professionals	Current Client, Prior Client
CDP Investments Inc.	Notice of Appearance / Pro Hac Vice	Current Client
Livingston PLLC	Notice of Appearance / Pro Hac Vice	Current Client
Lowenstein Sandler LLP	Notice of Appearance / Pro Hac Vice	Current Client
Willis Towers Watson US LLC	Notice of Appearance / Pro Hac Vice	Current Client, Prior Client
Arrington Capital	Potential Bidding Parties and Principals	Prior Client
Blockchain Recovery Investment Committee	Potential Bidding Parties and Principals	Current Client, Prior Client
Brown Rudnick LLP	Potential Bidding Parties and Principals	Former Client
Gemini Trust Company, LLC	Potential Bidding Parties and Principals	Current Client, Prior Client
Paul, Weiss, Rifkind, Wharton & Garrison LLP	Potential Bidding Parties and Principals	Prior Client
Plutus Lending LLC (d/b/a Abra)	Potential Bidding Parties and Principals	Prior Client
Terawulf	Potential Bidding Parties and Principals	Current Client
US Bitcoin Corp.	Potential Bidding Parties and Principals	Prior Client
Willkie Farr & Gallagher LLP	Potential Bidding Parties and Principals	Prior Client
U.S. Department of Treasury	Taxing Authority/Governmental/Regulatory Agencies	Prior Client
Allied Universal	Vendors	Current Client
American Arbitration Association	Vendors	Former Client
Aon Consulting, Inc.	Vendors	Current Client
DLA Piper	Vendors	Former Client
FTI Consulting Technology LLC	Vendors	Current Client, Prior Client
IVXS Technology USA	Vendors	Current Client
J.B. Hunt	Vendors	Former Client, Prior Client

¹ The term “Current Client” refers to an entity listed as a client in L&W’s Client Database for whom time has been recorded in the past three years and L&W has at least one open matter. The term “Former Client” refers to an entity listed as a client in L&W’s Client Database for whom time has been recorded in the past three years but all matters for such client have since been closed. The term “Prior Client” refers to an entity listed as a client of an L&W attorney while such attorney was at a prior firm.

Matched Entity	Relationship to Debtors	Relationship to L&W¹
Okta, Inc.	Vendors	Current Client, Prior Client
Salt Security, Inc.	Vendors	Current Client
Sorainen	Vendors	Prior Client
The Hartford	Vendors	Current Client, Prior Client
Uria Menendez	Vendors	Prior Client